

EXHIBIT "D-1"

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

NOVEMBER 27, 2006

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 671676
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 23,555.50
TOTAL SUPPORT SERVICES AND CHARGES	\$ 96,914.39
TOTAL AMOUNT OF THIS INVOICE	\$ 120,469.89
LESS 20% HOLDBACK FEE	\$ (4,711.10)
BALANCE DUE	\$ 115,758.79

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

*Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice*

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

November 27, 2006

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 671676
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
<u>Group: Attorney</u>			
10/02/06	TA JERMAN	REVIEW / ANALYZE MATERIALS FOR DTM, REVISED PRESENTATION TO CHANIN	1.20
10/03/06	R JANGER	CONFERENCE WITH T. JERMAN REGARDING 1113/1114 STATUS	.10
10/03/06	TA JERMAN	ATTEND DTM MEETING	1.80
10/05/06	J KASTIN	REVIEW MATERIALS FROM LEGAL COST CONTROL REGARDING OMM'S FEE APPLICATIONS; TELECONFERENCE WITH R. JANGER REGARDING SAME	.80
10/05/06	R JANGER	ANALYZE LCC BILLING ISSUES	.50
10/09/06	B GOLDSTEIN	REVIEW PRESS REPORTS AND STATUS UPDATES REGARDING SECTION 1113 PROCEEDING	.50
10/09/06	JI KOHN	REVIEW DOCUMENTS	.20
10/09/06	TA JERMAN	CORRESPOND WITH B. SAX REGARDING BENEFIT ISSUES	.30
10/11/06	JI KOHN	REVIEW DILIGENCE MATERIALS	.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

NOVEMBER 27, 2006
Invoice 671676
Page No. 2

DATE	NAME	DESCRIPTION	HOURS
10/11/06	R JANGER	COMMUNICATIONS REGARDING FEE APPLICATION AND BUDGET	.10
10/11/06	TA JERMAN	TELEPHONE CONFERENCE WITH J. KOHN, J. FURFARO REGARDING 1113 ISSUES	.30
10/12/06	JI KOHN	REVIEW DOCUMENTS	.20
10/12/06	R JANGER	REVIEW AND ANALYZE LCC BILLING ISSUES (1.8); COMMUNICATIONS REGARDING SAME WITH LCC, J. KASTIN, T. JERMAN AND ACCOUNTING (.5)	2.30
10/12/06	TA JERMAN	CORRESPOND WITH B. SAX REGARDING BENEFIT ISSUES	.30
10/12/06	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING BENEFIT GUARANTEE	.70
10/12/06	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING PACKARD, CHANIN, IUE NEGOTIATIONS	1.70
10/13/06	J KASTIN	REVIEW LCC BILLING QUESTIONS; CORRESPONDENCE WITH R. JANGER REGARDING SAME	1.10
10/13/06	R JANGER	COMMUNICATIONS WITH LCC, T. JERMAN AND J. KASTIN REGARDING BILLING	.20
10/13/06	TA JERMAN	A CONFERENCE CALL CALL REGARDING GM BENEFIT GUARANTEE	2.40
10/15/06	R JANGER	REVIEW AND ANALYZE BILLING ISSUES	.30
10/16/06	TA JERMAN	REVIEW/ANALYZE DRAFT BG AGREEMENT	.40
10/16/06	TA JERMAN	ATTEND DTM MEETING	3.00
10/17/06	R JANGER	COMMUNICATIONS WITH O'MELVENY & MYERS LLP TEAM REGARDING DELPHI BILLING ISSUE	.10
10/17/06	TA JERMAN	REVIEW/ANALYZE DRAFT BG AGREEMENT	.40
10/18/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH B. SAX, J. KASTIN, SKADDEN REGARDING NEGOTIATIONS, STATUS CONFERENCE	.70
10/18/06	TA JERMAN	CORRESPONDENCE WITH B. MEHLSACK REGARDING NEGOTIATIONS	.20

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File No.: 0207998-00001

NOVEMBER 27, 2006
Invoice 671676
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
10/19/06	J KASTIN	ATTEND 1113/1114 STATUS CONFERENCE	.80
10/19/06	J KASTIN	TRAVEL TO AND FROM DELPHI STATUS CONFERENCE (BILL AT 50%)	.60
10/19/06	TA JERMAN	TELEPHONE CONFERENCES, E-MAILS WITH B. SAX, J. KASTIN, SKADDEN, S. KLAVOS REGARDING NEGOTIATIONS, STATUS CONFERENCE	.60
10/19/06	TA JERMAN	ATTEND STATUS CONFERENCE	.80
10/20/06	B GOLDSTEIN	REVIEW DRAFTS OF PROPOSED SEVENTH AMENDED SCHEDULING ORDER RELATING TO SECTION 1113 HEARING AND EMAIL CORRESPONDENCE RELATING THERETO; REVIEW STATUS REPORTS REGARDING SECTION 1113 HEARING ISSUES AND COLLECTIVE BARGAINING NEGOTIATIONS	.50
10/20/06	J KASTIN	REVIEW UNIONS' PROOFS OF CLAIM	.60
10/20/06	JI KOHN	REVIEW SCHEDULING ORDER AND STATUS REPORT	.30
10/22/06	JI KOHN	REVIEW COMMUNICATIONS REGARDING HEARING	.20
10/23/06	J KASTIN	REVIEW UNIONS' CLAIMS IN PREPARATION FOR 11/24 CALL	.40
10/23/06	JI KOHN	INTERNAL CONFERENCE WITH T. JERMAN; REVIEW SCHEDULING ORDER; REVIEW DOCUMENTS	.50
10/24/06	J KASTIN	TELECONFERENCES WITH SKADDEN AND DELPHI REGARDING CLAIMS ISSUES	.70
10/24/06	J KASTIN	REVIEW GM TERM SHEET LANGUAGE; CORRESPONDENCE WITH R. JANGER REGARDING SAME	.30
10/24/06	JI KOHN	INTERNAL CONFERENCE WITH J. KASTIN; REVIEW CORRESPONDENCE REGARDING GENERAL MOTORS	.20
10/25/06	R JANGER	REVIEW AND ANALYZE UNION CLAIMS ISSUES	.30
10/25/06	TA JERMAN	REVIEW / ANALYZE DRAFT BG AGREEMENT; CORRESPOND WITH J. KASTIN	.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

NOVEMBER 27, 2006
Invoice 671676
Page No. 4

DATE	NAME	DESCRIPTION	HOURS
10/27/06	S HAUF	COMMUNICATIONS REGARDING FEE APPLICATION PREPARATION WITH ACCOUNTING AND M. WOO	.20
10/30/06	JI KOHN	REVIEW DOCUMENTS	.10
10/30/06	R JANGER	REVIEW AND ANALYZE BILLING ISSUES	.30
10/30/06	S HAUF	COMMUNICATIONS WITH. M. WOO AND ACCOUNTING REGARDING PREPARATION FOR FEE APPLICATION	.60
10/30/06	TA JERMAN	ATTEND DTM MEETING	2.40
10/31/06	J KASTIN	REVIEW HOME AVENUE MEMORANDUM OF UNDERSTANDING WITH THE USW	.20
10/31/06	R JANGER	COMMUNICATIONS WITH B. SAX AND T. JERMAN REGARDING CONTRACT PROVISIONS	.20
10/31/06	R JANGER	DRAFT AND REVISE BUDGET	1.50
10/31/06	S HAUF	REVIEW AND ANALYZE LCC SUBMISSION	.10
10/31/06	TA JERMAN	REVIEW / ANALYZE REVISED USW AGREEMENT	.50
10/31/06	TA JERMAN	TELEPHONE CONFERENCE WITH WITH B. SAX REGARDING LABOR AGREEMENT	1.10
10/31/06	TA JERMAN	CORRESPONDENCE REGARDING BUDGET ESTIMATES	.30
* * Subtotal: ATTORNEY HOURS			34.80
<u>Group: Paralegal/Litigation Support</u>			
10/10/06	M WOO	UPDATE CASE ADMINISTRATIVE BINDER	2.00
10/10/06	M WOO	UPDATE COURT CLIP INDEX	1.50
10/23/06	M WOO	UPDATE INDEX	1.50
10/23/06	M WOO	UPDATE CASE ADMINISTRATIVE BINDER	1.00
10/30/06	M WOO	UPDATE INDEX	1.00
10/30/06	M WOO	RESEARCH INFORMATION FOR FEE APPLICATION	.80
10/31/06	M WOO	RESEARCH INFORMATION FOR FEE APPLICATION	.20

Client: DELPHI CORPORATION
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NOVEMBER 27, 2006
Invoice 671676
Page No. 5

DATE	NAME	DESCRIPTION	HOURS
* * Subtotal: PARALEGAL/LITIGATION SUPPORT HOURS			8.00
TOTAL CHARGEABLE HOURS			42.80
FEES			\$23,555.50 *

SUPPORT SERVICES AND CHARGES

COPYING	140.10	
ONLINE RESEARCH	27.76	
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	1,482.70	
EXPERTS	95,263.83	
TOTAL SUPPORT SERVICES AND CHARGES		\$96,914.39 *
TOTAL CURRENT INVOICE		\$120,469.89 *

Outstanding Invoices as of February 14, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
638272	12/20/05	540,113.64	515,180.63	.00	24,933.01
638343	12/19/05	245,585.48	234,053.58	.00	11,531.90
641868	01/23/06	262,916.97	250,781.35	.00	12,135.62
643162	02/24/06	364,408.39	346,866.36	.00	17,542.03
644950	03/20/06	751,524.85	723,582.23	.00	27,942.62
650879	04/28/06	825,695.35	793,367.39	.00	32,327.96
652051	05/24/06	1,063,892.71	1,022,486.76	.00	41,405.95
654466	06/26/06	1,362,671.17	1,308,416.20	.00	54,254.97
659929	07/28/06	368,128.04	347,171.82	.00	20,956.22
660892	08/25/06	429,566.85	406,186.03	.00	23,380.82
663855	09/25/06	541,728.60	500,916.75	.00	40,811.85
667074	10/25/06	173,224.81	162,309.28	.00	10,915.53
671676	11/27/06	120,469.89	115,758.79	.00	4,711.10
675813	12/28/06	105,384.56	85,778.06	.00	19,606.50
676640	01/25/07	132,311.00	.00	.00	132,311.00

Client: DELPHI CORPORATION
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File No.: 0207998-00001

NOVEMBER 27, 2006
Invoice 671676
Page No. 6

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TOTAL PRIOR DUE	-----	\$561,771.42 *
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TOTAL AMOUNT DUE	-----	\$682,241.31 **
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Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

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Matter: SECTION 1113/1114 ADVICE
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NOVEMBER 27, 2006
Invoice 671676
Page No. 7

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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S
PROFESSIONAL STAFF:

	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
<u>Group: Attorney</u>			
BARRY H GOLDSTEIN	1.00	660.00	\$660.00
STACY HAUF	.90	280.00	\$252.00
RACHEL S JANGER	5.90	495.00	\$2,920.50
TOM A. JERMAN	19.60	725.00	\$14,210.00
JESSICA KASTIN	5.50	495.00	\$2,722.50
JEFFREY I. KOHN	1.90	795.00	\$1,510.50
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* * Subtotal:	34.80		\$22,275.50
 <u>Group: Paralegal/Litigation Support</u>			
MICHELLE WOO	8.00	160.00	\$1,280.00
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* * Subtotal:	8.00		\$1,280.00
 * * GRAND TOTAL:	42.80		\$23,555.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

11/27/06

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DATE	QUANTITY	DESCRIPTION	AMOUNT
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COPYING

10/02/06	6	Pages: 6	0.60
10/02/06	29	Pages: 29	2.90
10/02/06	29	Pages: 29	2.90
10/03/06	400	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 400	40.00
10/04/06	6	Pages: 6	0.60
10/04/06	1	Pages: 1	0.10
10/04/06	36	Pages: 36	3.60
10/04/06	4	Pages: 4	0.40
10/04/06	5	Pages: 5	0.50
10/04/06	5	Pages: 5	0.50
10/04/06	33	Pages: 33	3.30
10/09/06	11	Pages: 11	1.10
10/10/06	120	Pages: 120	12.00
10/10/06	120	Pages: 120	12.00
10/10/06	71	Pages: 71	7.10
10/10/06	71	Pages: 71	7.10
10/10/06	150	Pages: 150	15.00
10/16/06	2	COPYING (COPITRAK-INTERNAL) NEGLIA ROSS Pages: 2	0.20
10/18/06	4	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 4	0.40
10/18/06	16	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 16	1.60
10/20/06	76	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 76	7.60
10/27/06	23	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 23	2.30
10/27/06	21	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 21	2.10
10/30/06	6	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 6	0.60
10/31/06	135	COPYING (COPITRAK-INTERNAL) WOO MICHELLE Pages: 135	13.50
10/31/06	21	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 21	2.10
* * SUBTOTAL: COPYING			140.10

ONLINE RESEARCH

10/05/06	1	ONLINE RESEARCH (MISCELLANEOUS) SVC CTR- LA C SMITH (7/10-31)	27.76
* * SUBTOTAL: ONLINE RESEARCH			27.76

EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL

10/31/06	1	OUT-OF-TOWN TRAVEL (DIRECT BILL FIRM - AIRFARE) B GOLDSTEIN, LGA MEM LGA, 6080, 10/5	1,482.70
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			1,482.70

EXPERTS

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

11/27/06

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DATE	QUANTITY	DESCRIPTION	AMOUNT
11/28/06	1	EXPERTS (HOLD) - - VENDOR: PAYCRAFT CONSULTING, LLC T JERMAN-PROF SVC REND RE US LABOR MODELING SUPPORT INCL GES BUDGETING, TRAVEL EXP, 10/31	95,263.83
* * SUBTOTAL:	EXPERTS		95,263.83
TOTAL			96,914.39

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

DECEMBER 28, 2006

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 675813
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 98,032.50
TOTAL SUPPORT SERVICES AND CHARGES	\$ 7,352.06
TOTAL AMOUNT OF THIS INVOICE	\$ 105,384.56
LESS 20% HOLDBACK FEE	\$ (19,606.50)
BALANCE DUE	\$ 85,778.06

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

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LOS ANGELES, CA 90071

December 28, 2006

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
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TROY, MI 48098

INVOICE NUMBER: 675813
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Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
<u>Group: Attorney</u>			
11/01/06	S HAUF	REVIEW AND ANALYZE REQUIREMENTS FOR DELPHI FEE APPLICATION AND LCC ELECTRONIC SUBMISSIONS	.60
11/02/06	J KASTIN	REVIEW CORRESPONDENCE REGARDING DETRICK MOTION TO COMPEL ARBITRATION; CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING SAME	.30
11/02/06	J KASTIN	RESEARCH ARGUMENTS FOR OPPOSITION TO USW MOTION TO COMPEL ARBITRATION	1.50
11/02/06	M JANIAK OLIVER	REVIEW MOTION AND OTHER MATERIALS REGARDING DETRICK CASE	.60
11/02/06	TA JERMAN	REVIEW / ANALYZE DRAFT LABOR AGREEMENT	.60
11/02/06	TA JERMAN	CORRESPOND WITH B. SAX REGARDING LABOR NEGOTIATIONS	.40
11/03/06	J KASTIN	TELECONFERENCE WITH J. PETERSON REGARDING USW MOTION TO COMPEL ARBITRATION	.30

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DECEMBER 28, 2006
Invoice 675813
Page No. 2

DATE	NAME	DESCRIPTION	HOURS
11/03/06	J KASTIN	CONFERENCE WITH M. OLIVER-JANIAK REGARDING OPPOSITION TO USW MOTION TO COMPEL ARBITRATION	.20
11/03/06	J KASTIN	REVIEW USW MOTION TO COMPEL ARBITRATION AND RELATED CORRESPONDENCE	.50
11/03/06	M JANIAK OLIVER	CALL WITH J. KASTIN AND J. PETERSON REGARDING DETRICK CASE	.30
11/03/06	M JANIAK OLIVER	DISCUSS RESEARCH FOR DETRICK MOTION	.20
11/04/06	R JANGER	REVIEW AND ANALYZE BILLING ISSUES AND COMMUNICATIONS REGARDING SAME WITH R. SIEGEL	.20
11/06/06	J KASTIN	CONFERENCES WITH M. OLIVER-JANIAK REGARDING OPPOSITION TO USW'S MOTION TO COMPEL DETRICK GRIEVANCE ARBITRATION	.20
11/06/06	M JANIAK OLIVER	REVIEW USW PENSION PLAN PROVISIONS REGARDING ADMINISTRATIVE REMEDIES FOR DETRICK MATTER	.60
11/06/06	M JANIAK OLIVER	RESEARCH POST-PETITION ARBITRATION CASE LAW FOR DETRICK MATTER	1.00
11/06/06	TA JERMAN	REVIEW / ANALYZE TERM SHEETS	.70
11/07/06	J KASTIN	CORRESPONDENCE WITH L. WILSON REGARDING NOVEMBER 8 STATUS CONFERENCE	.20
11/07/06	M JANIAK OLIVER	REVIEW DOCUMENTS FOR DETRICK MATTER	.30
11/07/06	M JANIAK OLIVER	LMRA 301 RESEARCH	3.70
11/07/06	S HAUF	REVIEW AND ANALYZE INVOICES FOR FEE APPLICATION	.30
11/08/06	J KASTIN	ATTEND 1113/1114 STATUS CONFERENCE	.70
11/08/06	J KASTIN	TRAVEL TO AND FROM 1113/1114 STATUS CONFERENCE (BILL AT 50%)	.80
11/08/06	J KASTIN	CONFERENCES WITH M. OLIVER-JANIAK REGARDING OPPOSITION TO MOTION TO COMPEL ARBITRATION; REVIEW MATERIALS REGARDING SAME	1.20

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DECEMBER 28, 2006
Invoice 675813
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
11/08/06	JI KOHN	INTERNAL CONFERENCE WITH J. KASTIN; REVIEW DOCUMENTS	.30
11/08/06	M JANIAK OLIVER	REVIEW USW CONTRACT PROVISIONS FOR DETRICK MATTER	.90
11/08/06	M JANIAK OLIVER	DISCUSS OPPOSITION TO DETRICK MOTION WITH J. KASTIN	.20
11/08/06	M JANIAK OLIVER	LMRA 301 RESEARCH AND ERISA EXHAUSTION OR ADMINISTRATIVE REMEDIES RESEARCH	3.40
11/08/06	M JANIAK OLIVER	DRAFT OUTLINE; DRAFT MOTION IN OPPOSITION TO MOTION TO COMPEL FOR DETRICK MATTER	1.30
11/08/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.80
11/08/06	TA JERMAN	ATTEND STATUS CONFERENCE (TELEPHONIC)	.50
11/09/06	JI KOHN	REVIEW SCHEDULING ORDER; COMMUNICATIONS WITH J. KASTIN	.20
11/09/06	M JANIAK OLIVER	DRAFT MOTION IN OPPOSITION TO MOTION TO COMPEL FOR DETRICK MATTER	2.40
11/09/06	R JANGER	COMMUNICATIONS WITH S. HAUF REGARDING FEE APPLICATION	.20
11/09/06	R JANGER	REVIEW AND ANALYZE FEE COMMITTEE REPORT; DRAFT AND REVISE RESPONSES	1.10
11/09/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	5.40
11/09/06	S HAUF	REVIEW AND ANALYZE LCC RESPONSES TO FIRST AND SECOND FEE APPLICATION	.50
11/10/06	J KASTIN	TELECONFERENCE WITH T. JERMAN REGARDING RESPONSE TO USW MOTION TO COMPEL ARBITRATION; CORRESPONDENCE WITH M. OLIVER-JANIAK REGARDING SAME	.30
11/10/06	J KASTIN	REVIEW RESPONSES TO FEE COMMITTEE/LCC QUESTIONS	.40

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DECEMBER 28, 2006
Invoice 675813
Page No. 4

DATE	NAME	DESCRIPTION	HOURS
11/10/06	JI KOHN	TELEPHONE CONFERENCE WITH T. JERMAN AND J. KASTIN REGARDING MOTION; REVIEW SCHEDULING ORDER	.60
11/10/06	M JANIAK OLIVER	DRAFT MOTION IN OPPOSITION TO MOTION TO COMPEL ARBITRATION	.60
11/10/06	M JANIAK OLIVER	RESEARCH STATUTE OF LIMITATIONS FOR SECTION 301 ACTIONS	2.00
11/10/06	R JANGER	DRAFT AND REVISE FEE COMMITTEE RESPONSE & COMMUNICATIONS REGARDING SAME WITH S. HAUF AND J. KASTIN	4.10
11/10/06	R JANGER	CONFERENCE WITH J. KASTIN, J. KOHN AND T. JERMAN REGARDING DELPHI STATUS	.20
11/10/06	S HAUF	DRAFT AND REVISE RESPONSE TO LCC'S ANALYSIS OF THE FIRST AND SECOND FEE APPLICATION	1.80
11/10/06	S HAUF	DRAFT AND REVISE FEE APPLICATION EXHIBITS	.20
11/10/06	S HAUF	REVIEW AND ANALYZE BACK-UP RECEIPTS PER LCC AND FEE COMMUNICATION REQUESTS FOR SUBMISSION	6.70
11/10/06	TA JERMAN	ATTEND CONFERENCE CALL WITH OMM LAWYERS	.50
11/10/06	TA JERMAN	REVIEW / ANALYZE RESPONSES TO UNION INFORMATION REQUESTS	.30
11/10/06	TA JERMAN	REVIEW / ANALYZE USW MOTION TO COMPEL, DELPHI DOCUMENTS	1.40
11/10/06	TA JERMAN	CORRESPOND WITH J. KASTIN, B. SAX REGARDING USW MOTION TO COMPEL	.30
11/11/06	TA JERMAN	REVIEW / ANALYZE MATERIALS REGARDING FEE COMMITTEE QUESTIONS	1.60
11/12/06	M JANIAK OLIVER	DRAFT MOTION IN OPPOSITION TO DETRICK MOTION TO COMPEL ARBITRATION	3.10
11/12/06	R JANGER	DRAFT AND REVISE RESPONSE TO FEE COMMITTEE REGARDING LCC REPORTS	1.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 5

DATE	NAME	DESCRIPTION	HOURS
11/13/06	B GOLDSTEIN	REVIEW DRAFTS OF PROPOSED 8TH AMENDED SCHEDULING ORDER AND RELATED EMAIL UPDATES REGARDING STATUS OF SECTION 1113 AND 1114 HEARING	.80
11/13/06	J KASTIN	CONFERENCES WITH M. OLIVER-JANIAK REGARDING RESPONSE TO USW MOTION TO COMPEL ARBITRATION	.30
11/13/06	JI KOHN	REVIEW CORRESPONDENCE FOR A SCHEDULING CONFERENCE; REVIEW COMMUNICATION; REVIEW DOCUMENTS	.40
11/13/06	M JANIAK OLIVER	ADDITIONAL RESEARCH FOR DETRICK MOTION	2.60
11/13/06	R JANGER	REVIEW AND ANALYZE FEE COMMITTEE RESPONSE ISSUES AND COMMUNICATIONS REGARDING SAME WITH T. JERMAN AND ACCOUNTING DEPARTMENT	1.10
11/13/06	TA JERMAN	CORRESPOND WITH SKADDEN LAWYERS REGARDING 1113 STATUS	.40
11/13/06	TA JERMAN	DRAFT / REVISE CORRESPONDENCE TO SHERBIN REGARDING FEE ISSUES	1.10
11/14/06	J KASTIN	TELECONFERENCE WITH F. KUPLIKI, J. PETERSON, L. HASSEL AND T. JERMAN REGARDING RESPONSE TO USW MOTION	1.00
11/14/06	J KASTIN	CONFERENCES WITH M. OLIVER-JANIAK REGARDING RESPONSE TO USW MOTION	.50
11/14/06	M JANIAK OLIVER	DETRICK RESEARCH REGARDING SUBJECT MATTER JURISDICTION OF BANKRUPTCY CONFERENCE	1.40
11/14/06	M JANIAK OLIVER	CONFERENCE CALL WITH T. JERMAN, J. KASTIN, F. KUPLIKI; DISCUSS CALL WITH J. KASTIN	.50
11/14/06	M JANIAK OLIVER	DRAFT MOTION FOR DETRICK MATTER	3.30
11/14/06	TA JERMAN	TELEPHONE CONFERENCE WITH F. KUPLIKI, J. KASTIN REGARDING USW MOTION	.50
11/14/06	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE, DOCUMENTS REGARDING USW MOTION	.70

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 6

DATE	NAME	DESCRIPTION	HOURS
11/14/06	TA JERMAN	DRAFT / REVISE CORRESPONDENCE TO SHERBIN REGARDING FEE ISSUES	2.30
11/14/06	TA JERMAN	DRAFT / REVISE CORRESPONDENCE TO SKADDEN REGARDING USW MOTION	.30
11/15/06	J KASTIN	REVIEW AND REVISE RESPONSE TO FEE COMMITTEE QUESTIONS; CORRESPONDENCE WITH R. JANGER REGARDING SAME	.40
11/15/06	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING RESPONSE TO USW MOTION TO COMPEL ARBITRATION	.30
11/15/06	J KASTIN	REVIEW DELPHI FEE COMMITTEE REPORT; CORRESPONDENCE WITH R. SIEGEL, T. JERMAN AND R. JANGER REGARDING SAME	.50
11/15/06	J KASTIN	REVIEW MATERIALS FROM F. KUPLICKI AND L. HASSEL IN PREPARATION FOR DRAFTING RESPONSE TO USW MOTION	2.10
11/15/06	J KASTIN	CONFERENCES WITH M. OLIVER-JANIAK REGARDING RESPONSE TO USW MOTION	.40
11/15/06	M JANIAK OLIVER	DRAFT SECTIONS OF DETRICK MOTION REGARDING CASE PROCEEDING AND LACK OF COMPLAINT	3.70
11/15/06	M JANIAK OLIVER	READ ERISA EXHAUSTION MATERIALS	.80
11/15/06	M JANIAK OLIVER	ERISA EXHAUSTION RESEARCH	2.60
11/15/06	R JANGER	DRAFT AND REVISE RESPONSES TO DELPHI LCC REPORTS AND COMMUNICATIONS REGARDING SAME	2.40
11/15/06	S HAUF	REVIEW AND ANALYZE BILLING ISSUES NECESSARY FOR RESPONSE TO LCC FIRST AND SECOND REPORTS REGARDING FEE APPLICATIONS; REVISE AND EDIT RESPONSE.	3.50
11/15/06	S HAUF	REVIEW AND ANALYZE THIRD FEE APPLICATION INVOICES	1.20
11/16/06	B GOLDSTEIN	REVIEW EMAIL CORRESPONDENCE REGARDING SECTION 1113 HEARING STATUS CONFERENCE	.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 7

DATE	NAME	DESCRIPTION	HOURS
11/16/06	J KASTIN	TELECONFERENCE WITH F. KUPLICKI AND J. PETRIE REGARDING RESPONSE TO USW MOTION	.50
11/16/06	J KASTIN	REVIEW AND REVISE PETRIE DECLARATION; CONFERENCES WITH M. OLIVER-JANIAK REGARDING SAME	1.30
11/16/06	J KASTIN	REVIEW AND REVISE RESPONSE TO USW MOTION	.70
11/16/06	JI KOHN	REVIEW SCHEDULING ORDER; PREPARE FOR HEARING	.20
11/16/06	M JANIAK OLIVER	REVISE DETRICK MOTION	2.80
11/16/06	M JANIAK OLIVER	CONFERENCE CALL WITH J. PETRIE AND F. KUPLICKI REGARDING DETRICK MOTION	.40
11/16/06	M JANIAK OLIVER	DRAFT PETRIE DECLARATION FOR DETRICK MOTION (4.0); EDIT DECLARATION (2.1)	6.10
11/16/06	M JANIAK OLIVER	DISCUSS EDITS TO PETRIE DECLARATION WITH J. KASTIN	.30
11/16/06	M JANIAK OLIVER	RESEARCH ERISA FUTILITY CASE LAW FOR DETRICK MOTION	2.20
11/17/06	B GOLDSTEIN	REVIEW DRAFT OF PROPOSED NINTH AMENDED SCHEDULING ORDER AND EMAIL CORRESPONDENCE REGARDING FOREGOING	.50
11/17/06	J KASTIN	REVIEW AND REVISE REPSONSE TO USW MOTION TO COMPEL AND ACCOMPANYING DECLARATION; CORRESPONDENCE WITH M. OLIVER-JANIAK REGARDING SAME	6.20
11/17/06	J KASTIN	TELECONFERENCE WITH J. BERKE AND T. MATZ REGARDING RESPONDE TO USW MOTION AND STRATEGY	.70
11/17/06	JI KOHN	TRAVEL TO AND FROM COURT (BILL AT 50%)	.60
11/17/06	JI KOHN	APPEAR AT CHAMBERS FOR CONFERENCE	1.20
11/17/06	JI KOHN	REVIEW SCHEDULING ORDER; INTERNAL CONFERENCE WITH J. KASTIN	.30
11/17/06	M JANIAK OLIVER	REVIEW AND REVISE DETRICK MOTION (1.0); REVIEW AND REVISE PETRIE DECLARATION (.4)	1.40

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 8

DATE	NAME	DESCRIPTION	HOURS
11/17/06	TA JERMAN	ATTEND STATUS CONFERENCE	1.40
11/17/06	TA JERMAN	REVIEW / ANALYZE FEE COMMITTEE FILING	.40
11/18/06	JI KOHN	REVIEW SCHEDULING ORDER	.10
11/18/06	TA JERMAN	REVIEW / ANALYZE OPPOSITION TO USW MOTION	1.90
11/19/06	JI KOHN	REVIEW REVISIONS TO SCHEDULING ORDER; COMMUNICATIONS REGARDING SAME	.20
11/20/06	B GOLDSTEIN	REVIEW COMMENTS TO DRAFT SCHEDULING ORDER FROM IBEW COUNSEL AND RELATED EMAIL CORRESPONDENCE REGARDING FOREGOING	.50
11/20/06	J KASTIN	TELECONFERENCES WITH J. PETRIE, J. BERKE AND T. MATZ REGARDING RESPONSE TO USW MOTION	.90
11/20/06	J KASTIN	REVIEW, REVISE AND DISTRIBUTE RESPONSE TO USW MOTION AS PER COMMENTS FROM F. KUPPLICKI, J. PETRIE AND SKADDEN	3.60
11/20/06	M JANIAC OLIVER	REVIEW REVISED PETRIE DECLARATION	.20
11/20/06	M JANIAC OLIVER	REVISE PETRIE DECLARATION	.80
11/20/06	M JANIAC OLIVER	REVIEW RESPONSE TO MOTION TO COMPEL AND LEGAL AUTHORITIES CITED; EDIT MOTION AND DECLARATION	3.60
11/20/06	TA JERMAN	ATTEND DTM MEETING	3.00
11/21/06	B GOLDSTEIN	REVIEW RECENT NEWS ARTICLES AND EMAIL UPDATES REGARDING COLLECTIVE BARGAINING NEGOTIATIONS CONCERNING SECTION 1113	.50
11/21/06	J KASTIN	TELECONFERENCE WITH B. SAX REGARDING USW RESPONSE	.30
11/21/06	J KASTIN	TELECONFERENCE WITH L. PETERSON REGARDING DETRICK MOTION	.40
11/21/06	J KASTIN	CORRESPONDENCE WITH DELPHI AND SKADDEN REGARDING CONFIDENTIALITY ISSUES AND PROCESS FOR FILING RESPONSE UNDER SEAL	.80

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 9

DATE	NAME	DESCRIPTION	HOURS
11/21/06	J KASTIN	REVIEW, REVISE AND DRAFT EX PARTE MOTION TO FILE UNREDACTED PORTIONS OF USW RESPONSE UNDER SEAL; CORRESPONDENCE WITH SAKDDEN AND M. OLIVER-JANIAK REGARDING SAME	3.40
11/21/06	J KASTIN	REVIEW AND REVISE USW RESPONSE AND ACCOMPANYING DECLARATION; CORRESPONDENCE WITH DELPHI REGARDING SAME	1.30
11/21/06	JI KOHN	REVIEW DOCUMENTS; INTERNAL CONFERENCE WITH J. KASTIN	.20
11/21/06	M JANIAK OLIVER	REVIEW AND REVISE DETRICK RESPONSE MOTION	.40
11/21/06	M JANIAK OLIVER	PREPARE EXHIBITS TO DETRICK MOTION	.60
11/21/06	M JANIAK OLIVER	DRAFT MOTION TO FILE EXHIBITS UNDER SEAL (DETRICK)	4.00
11/21/06	S HAUF	DRAFT AND REVISE AND SUBMIT SUPPLEMENTAL RESPONSE TO LCC FIRST AND SECOND REPORTS	.30
11/21/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	5.60
11/21/06	TA JERMAN	REVIEW / ANALYZE RESPONSE TO USW MOTION	1.10
11/21/06	TA JERMAN	CORRESPOND WITH J. KASTIN, B. SAX REGARDING USW MOTION	.30
11/22/06	J KASTIN	FINALIZE USW RESPONSE FOR FILING AND SERVICE; CORRESPONDENCE WITH J. PETRIE AND SKADDEN REGARDING SAME	1.50
11/26/06	J KASTIN	DRAFT ORAL ARGUMENT OUTLINE FOR RESPONSE TO USW MOTION TO COMPEL IMPARTIAL MEDICAL EXAM	2.70
11/27/06	J KASTIN	CORRESPONDENCE WITH B. SAX, T. MATZ AND L. PETERSON REGARDING PREPARATION FOR 11/30 ORAL ARGUMENT	.70
11/27/06	JI KOHN	REVIEW COMMUNICATIONS; PREPARE FOR CONFERENCE CALL	.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 10

DATE	NAME	DESCRIPTION	HOURS
11/27/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	4.60
11/27/06	TA JERMAN	TELEPHONE CONFERENCE, CORRESPONDENCE WITH J. KASTIN, B. SAX REGARDING USW MOTION	.60
11/28/06	B GOLDSTEIN	CONFERENCE CALL WITH TRIAL TEAM TO DISCUSS STRATEGY FOR SECTION 1113 AND 1114 HEARING; REVIEW EMAIL CORRESPONDENCE REGARDING FOREGOING	1.20
11/28/06	J KASTIN	CORRESPONDENCE WITH J. PETRIE AND SKADDEN REGARDING HEARING PREPARATION	.30
11/28/06	J KASTIN	DRAFT AND REVISE ORAL ARGUMENT SCRIPT AND PROFFER FOR 11/30 RESPONSE TO USW MOTION	3.20
11/28/06	J KASTIN	CONFERENCE CALL WITH DELPHI, SKADDEN AND OMM LABOR TEAMS REGARDING CASE STATUS AND STRATEGY	1.00
11/28/06	JI KOHN	TELEPHONE CONFERENCE WITH TRIAL TEAM	1.00
11/28/06	R JANGER	VARIOUS COMMUNICATIONS WITH S. HAUF REGARDING FEE APPLICATION	.80
11/28/06	R JANGER	EDIT FEE APPLICATION	1.30
11/28/06	RA SIEGEL	STATUS CONFERENCE CALL WITH TRIAL TEAM	1.00
11/28/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	2.80
11/28/06	S HAUF	LCC MONTHLY BILLING SUBMISSION AND REVIEW	.20
11/28/06	TA JERMAN	ATTEND CONFERENCE CALL REGARDING SPLINTER UNION	1.10
11/28/06	TA JERMAN	ATTEND CONFERENCE CALL REGARDING 1113 STATUS, STRATEGY	1.00
11/28/06	TA JERMAN	TELEPHONE CONFERENCE, CORRESPONDENCE WITH J. KASTIN, B. SAX REGARDING USW MOTION	.40

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 11

DATE	NAME	DESCRIPTION	HOURS
11/28/06	TA JERMAN	REVIEW / ANALYZE PROFFER, SCRIPT FOR ORAL ARGUMENTS	.50
11/29/06	J KASTIN	MEETING AT SKADDEN WITH J. BUTLER AND DELPHI LEGAL TEAM TO PREPARE FOR 11/30 OMNIBUS HEARING	3.20
11/29/06	J KASTIN	REVIEW THE USW'S REPLY BRIEF AND DRAFT RESPONSE IN PREPARATION FOR ORAL ARGUMENT REGARDING SAME	1.10
11/29/06	J KASTIN	CORRESPONDENCE WITH S. HAUF, K. WHITMAN AND KCC REGARDING FILING AND SERVICE OF FEE APPLICATION	.40
11/29/06	J KASTIN	TELECONFERENCES WITH J. PETRIE REGARDING PREPARATION FOR OMNIBUS HEARING	.40
11/29/06	M JANIAK OLIVER	REVIEW REPLY BRIEF FROM USW AND DISCUSS WITH J. KASTIN	.40
11/29/06	R JANGER	COMMUNICATIONS REGARDING FEE APPLICATION; REVIEW AND ANALYZE FEE APPLICATION	.20
11/29/06	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.10
11/29/06	S HAUF	REVIEW AND ANALYZE LCC MONTHLY FEE SUBMISSION	.30
11/29/06	TA JERMAN	TRAVEL TO NEW YORK (BILL AT 50%)	1.75
11/30/06	J KASTIN	TELECONFERENCE WITH J. WHARTON REGARDING JURISDICTIONAL RESEARCH FOR RESPONSE TO USW MOTION	.40
11/30/06	J KASTIN	MEETING AT SKADDEN IN PREPARATION FOR OMNIBUS HEARING	2.10
11/30/06	J KASTIN	TRAVEL TO AND FROM OMNIBUS HEARING (BILL AT 50%)	.45
11/30/06	J KASTIN	ATTEND OMNIBUS HEARING	5.50
11/30/06	J KASTIN	CORRESPONDENCE REGARDING SERVICE AND FILING OF FEE APPLICATION	.30

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 12

DATE	NAME	DESCRIPTION	HOURS
11/30/06	M JANIAK OLIVER	PREPARE THIRD FEE APPLICATION DOCUMENTS FOR SERVICE	1.60
11/30/06	R JANGER	COMMUNICATIONS WITH S. HAUF REGARDING FEE APPLICATION	.30
11/30/06	R JANGER	DRAFT AND REVISE FEE APPLICATION	.20
11/30/06	S HAUF	FEE APPLICATION AND PREPARE FOR FILING	3.80
11/30/06	TA JERMAN	PREPARE FOR OMNIBUS HEARING	1.00
11/30/06	TA JERMAN	ATTEND OMNIBUS HEARING, STATUS CONFERENCE	5.50

* * Subtotal: ATTORNEY HOURS 211.50

Group: Paralegal/Litigation Support

11/02/06	M WOO	PREPARE EXHIBITS FOR FEE APPLICATION	4.70
11/06/06	M WOO	UPDATE INDEX	1.00
11/06/06	M WOO	PREPARE FEE APPLICATION	5.40
11/07/06	M WOO	PREPARE FEE APPLICATION	6.10
11/09/06	M WOO	PREPARE FEE APPLICATION	1.60
11/14/06	M WOO	UPDATE COURT CLIP INDEX	1.60
11/21/06	A KELLAR	REDACT DOCUMENTS IN PREPARATION FOR FILING.	1.00

* * Subtotal: PARALEGAL/LITIGATION SUPPORT HOURS 21.40

Group: Administrative/Other

11/30/06	M MONTALTO	EFILE THIRD INTERIM FEE APPLICATION	1.00
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* * Subtotal: ADMINISTRATIVE/OTHER HOURS 1.00

TOTAL CHARGEABLE HOURS 233.90

FEES \$98,032.50 *

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 13

SUPPORT SERVICES AND CHARGES

COPYING	285.00
TELEPHONE	.78
ONLINE RESEARCH	5,570.82
LOCAL TRAVEL	136.02
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	1,332.04
SCANNING SERVICES	27.40

TOTAL SUPPORT SERVICES AND CHARGES ----- \$7,352.06 *

TOTAL CURRENT INVOICE----- \$105,384.56 *

Outstanding Invoices as of February 14, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	1.00	.00	87,004.34
638272	12/20/05	540,113.64	515,180.63	.00	24,933.01
638343	12/19/05	245,585.48	234,053.58	.00	11,531.90
641868	01/23/06	262,916.97	250,781.35	.00	12,135.62
643162	02/24/06	364,408.39	346,866.36	.00	17,542.03
644950	03/20/06	751,524.85	723,582.23	.00	27,942.62
650879	04/28/06	825,695.35	793,367.39	.00	32,327.96
652051	05/24/06	1,063,892.71	1,022,486.76	.00	41,405.95
654466	06/26/06	1,362,671.17	1,308,416.20	.00	54,254.97
659929	07/28/06	368,128.04	347,171.82	.00	20,956.22
660892	08/25/06	429,566.85	406,186.03	.00	23,380.82
663855	09/25/06	541,728.60	500,916.75	.00	40,811.85
667074	10/25/06	173,224.81	162,309.28	.00	10,915.53
671676	11/27/06	120,469.89	115,758.79	.00	4,711.10
675813	12/28/06	105,384.56	85,778.06	.00	19,606.50
676640	01/25/07	132,311.00	.00	.00	132,311.00

TOTAL PRIOR DUE ----- \$561,771.42 *

TOTAL AMOUNT DUE ----- \$667,155.98 **

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DECEMBER 28, 2006
Invoice 675813
Page No. 15

=====

SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
<u>Group: Attorney</u>			
BARRY H GOLDSTEIN	3.70	660.00	\$2,442.00
STACY HAUF	40.70	280.00	\$11,396.00
RACHEL S JANGER	13.30	495.00	\$6,583.50
MELISSA JANIAK OLIVER	60.30	310.00	\$18,693.00
TOM A. JERMAN	31.55	725.00	\$22,873.75
JESSICA KASTIN	55.45	495.00	\$27,447.75
JEFFREY I. KOHN	5.50	795.00	\$4,372.50
ROBERT A. SIEGEL	1.00	735.00	\$735.00
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* * Subtotal:	211.50		\$94,543.50
<u>Group: Paralegal/Litigation Support</u>			
AYANNA Y KELLAR	1.00	190.00	\$190.00
MICHELLE WOO	20.40	160.00	\$3,264.00
	-----	-----	-----
* * Subtotal:	21.40		\$3,454.00
<u>Group: Administrative/Other</u>			
MICHAEL MONTALTO	1.00	35.00	\$35.00
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* * Subtotal:	1.00		\$35.00
 * * GRAND TOTAL:	 233.90		 \$98,032.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

12/28/06

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
11/01/06	49	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 49	4.90
11/01/06	63	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 63	6.30
11/01/06	67	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 67	6.70
11/01/06	180	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 180	18.00
11/06/06	41	Pages: 41	4.10
11/06/06	8	Pages: 8	0.80
11/06/06	10	Pages: 10	1.00
11/08/06	75	Pages: 75	7.50
11/08/06	35	Pages: 35	3.50
11/08/06	6	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 6	0.60
11/08/06	35	Pages: 35	3.50
11/08/06	26	Pages: 26	2.60
11/08/06	16	COPYING (COPITRAK-INTERNAL) JANI AK OLIVER MELISSA Pages: 16	1.60
11/08/06	6	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 6	0.60
11/08/06	37	Pages: 37	3.70
11/08/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
11/09/06	26	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 26	2.60
11/09/06	26	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 26	2.60
11/09/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
11/09/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
11/09/06	12	Pages: 12	1.20
11/09/06	13	Pages: 13	1.30
11/10/06	64	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 64	6.40
11/10/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
11/10/06	253	Pages: 253	25.30
11/12/06	9	COPYING (COPITRAK-INTERNAL) WICKLIFFE STARR M Pages: 9	0.90
11/13/06	7	COPYING (COPITRAK-INTERNAL) JANI AK OLIVER MELISSA Pages: 7	0.70
11/13/06	272	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 272	27.20
11/13/06	9	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 9	0.90
11/15/06	8	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 8	0.80
11/15/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA	0.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

12/28/06

DATE	QUANTITY	DESCRIPTION	AMOUNT
		Pages: 1	
11/15/06	112	Pages: 112	11.20
11/15/06	41	Pages: 41	4.10
11/15/06	112	Pages: 112	11.20
11/15/06	25	Pages: 25	2.50
11/15/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA	0.10
		Pages: 1	
11/16/06	204	COPYING (COPITRAK-INTERNAL) RIVERA	20.40
		NANCY Pages: 204	
11/20/06	16	Pages: 16	1.60
11/20/06	34	Pages: 34	3.40
11/21/06	45	COPYING (COPITRAK-INTERNAL) JANIAK	4.50
		OLIVER MELISSA Pages: 45	
11/21/06	3	Pages: 3	0.30
11/21/06	2	Pages: 2	0.20
11/21/06	28	Pages: 28	2.80
11/21/06	44	Pages: 44	4.40
11/21/06	1	Pages: 1	0.10
11/21/06	3	Pages: 3	0.30
11/21/06	2	Pages: 2	0.20
11/21/06	53	Pages: 53	5.30
11/21/06	6	Pages: 6	0.60
11/21/06	42	COPYING (COPITRAK-INTERNAL) NINO LINDA	4.20
		Pages: 42	
11/21/06	10	Pages: 10	1.00
11/21/06	34	COPYING (COPITRAK-INTERNAL) NINO LINDA	3.40
		Pages: 34	
11/21/06	5	Pages: 5	0.50
11/21/06	2	Pages: 2	0.20
11/21/06	108	COPYING (COPITRAK-INTERNAL) KELLAR	10.80
		OXAF Pages: 108	
11/21/06	4	Pages: 4	0.40
11/21/06	1	Pages: 1	0.10
11/21/06	7	Pages: 7	0.70
11/27/06	82	COPYING (COPITRAK-INTERNAL) NINO LINDA	8.20
		Pages: 82	
11/27/06	26	Pages: 26	2.60
11/27/06	60	Pages: 60	6.00
11/30/06	42	Pages: 42	4.20
11/30/06	35	Pages: 35	3.50
11/30/06	26	Pages: 26	2.60
11/30/06	26	Pages: 26	2.60
11/30/06	10	Pages: 10	1.00
11/30/06	1	Pages: 1	0.10
11/30/06	239	COPYING (COPITRAK-INTERNAL) NINO LINDA	23.90
		Pages: 239	
* * SUBTOTAL: COPYING			285.00
TELEPHONE			
11/13/06	1	EXT: 5233 TEL: 2488132000 TROY, MI MI	0.78
* * SUBTOTAL: TELEPHONE			0.78

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

12/28/06

DATE	QUANTITY	DESCRIPTION	AMOUNT
ONLINE RESEARCH			
11/06/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	885.60
11/06/06	1	ONLINE RESEARCH (MISCELLANEOUS) SVC CTR-NY 7/1-9/30	5.76
11/06/06	1	ONLINE RESEARCH (MISCELLANEOUS) SVC CTR-NY 7/1-9/30	5.68
11/06/06	1	ONLINE RESEARCH (MISCELLANEOUS) SVC CTR-NY 7/1-9/30	18.32
11/07/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	288.26
11/07/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	505.38
11/08/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	396.37
11/09/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	100.32
11/10/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	251.59
11/12/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	340.47
11/13/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	148.47
11/14/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	280.82
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	163.80
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	16.25
11/15/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	595.34
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	75.40
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	11.70
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	126.75
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	339.30
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	102.70
11/15/06	1	ONLINE RESEARCH / LEXIS-NEXIS JANIAK, MELISSA	12.19
11/21/06	1	ONLINE RESEARCH - WESTLAW MELISSA JANIAK OLIVER	859.34
11/21/06	1	ONLINE RESEARCH - WESTLAW MARJORY A GENTRY	41.01
* * SUBTOTAL: ONLINE RESEARCH			5,570.82
LOCAL TRAVEL			
11/10/06	1	LOCAL TRAVEL (TAXI)	26.09

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

12/28/06

DATE	QUANTITY	DESCRIPTION	AMOUNT
11/14/06	1	LOCAL TRAVEL (TAXI) OLIVER-JANIAK	34.66
11/20/06	1	LOCAL TRAVEL (TAXI)	25.09
11/21/06	1	LOCAL TRAVEL (TAXI)	25.09
11/30/06	1	LOCAL TRAVEL (TAXI)	25.09
* * SUBTOTAL: LOCAL TRAVEL			136.02
EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL			
11/21/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JESSICA KASTIN 11/8 TAXI TO COURT	18.00
11/30/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JEFFREY I. KOHN 11/17 R/T SUBWAY TO COURT HEARING	4.00
11/30/06	1	OUT-OF-TOWN TRAVEL (DIRECT BILL FIRM - AIRFARE) T JERMAN,DCA LGA DCA,68095,11/16	366.45
12/14/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JESSICA KASTIN 11/30 TAXI FROM COURT FOR OMNIBUS HRNG	15.00
12/19/06	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN 11/29 OMNIBUS HEARING/STATUS CONFERENCE-NY	881.59
12/31/06	1	OUT-OF-TOWN TRAVEL (DIRECT BILL FIRM - AIRFARE) T HERMAN,DCA LGA DCA,81481,11/29	430.95
12/31/06	1	OUT-OF-TOWN TRAVEL (DIRECT BILL FIRM - AIRFARE) T JERMAN,DCA LGA DCA,81530,11/29	(383.95)
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			1,332.04
SCANNING SERVICES			
11/08/06	8	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 8	0.80
11/08/06	16	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 16	1.60
11/10/06	57	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 57	5.70
11/10/06	82	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 82	8.20
11/10/06	46	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 46	4.60
11/15/06	13	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 13	1.30
11/15/06	7	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 7	0.70
11/15/06	7	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 7	0.70
11/15/06	8	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 8	0.80
11/21/06	15	SCANNING SERVICES (ACCURROUTE) Kastin,	1.50

DATE	QUANTITY	DESCRIPTION	AMOUNT
11/21/06	15	Jessica Pages: 15 SCANNING SERVICES (ACCURROUTE) Kastin, Jessica Pages: 15	1.50
* * SUBTOTAL: SCANNING SERVICES			27.40
TOTAL			7,352.06

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

JANUARY 25, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 676640
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 16,110.25
TOTAL SUPPORT SERVICES AND CHARGES	\$ 116,200.75
TOTAL AMOUNT OF THIS INVOICE	\$ 132,311.00
LESS 20% HOLDBACK FEE	\$ (3,822.05)
BALANCE DUE	\$ 128,488.95

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

January 25, 2007

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 676640
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
<u>Group: Attorney</u>			
12/01/06	J KASTIN	DRAFT AND DISTRIBUTE ORDER DISMISSING USW MOTION TO COMPEL	.40
12/01/06	TA JERMAN	TRAVEL TO DC (BILL AT 50%)	1.75
12/04/06	JI KOHN	REVIEW DOCUMENTS; INTERNAL CONFERENCE WITH T. JERMAN	.20
12/04/06	S HAUF	REVIEW AND ANALYZE FEE APPLICATION DOCUMENTS	.30
12/04/06	TA JERMAN	ATTEND DTM MEETING	3.00
12/04/06	TA JERMAN	RESEARCH; CORRESPOND WITH B. SAX REGARDING A. DAWES	.60
12/05/06	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING LAZARD DATA REQUESTS	.50
12/08/06	S HAUF	LCC MONTHLY SUBMISSION	.10
12/11/06	JI KOHN	REVIEW DOCUMENTS	.10
12/11/06	S HAUF	REVIEW AND ANALYZE LCC MONTHLY SUBMISSION	.70

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

JANUARY 25, 2007
Invoice 676640
Page No. 2

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DATE	NAME	DESCRIPTION	HOURS
12/11/06	TA JERMAN	ATTEND DTM MEETING	.40
12/12/06	S HAUF	REVIEW AND ANALYZE MONTHLY SUBMISSION	.50
12/13/06	JI KOHN	REVIEW COMMUNICATIONS REGARDING STATUS CONFERENCE; COMMUNICATIONS WITH T. JERMAN; ATTEND STATUS CONFERENCE	2.00
12/13/06	TA JERMAN	ATTEND STATUS CONFERENCE	.50
12/14/06	S HAUF	REVIEW AND DRAFT FEE SUBMISSIONS TO LCC FOR JUNE-SEPT, INCLUDING DRAFT COMMUNICATIONS TO LCC REGARDING SAME	.70
12/15/06	JI KOHN	REVIEW BILLING STATEMENT FOR FEE APPLICATION	.20
12/15/06	S HAUF	LCC ELECTRONIC SUBMISSION	.20
12/18/06	JI KOHN	REVIEW COMMUNICATIONS REGARDING EQUITY INVESTMENT	.50
12/18/06	TA JERMAN	ATTEND DTM MEETING	3.00
12/18/06	TA JERMAN	REVIEW/ANALYZE REPORTS FOR DTM MEETING	1.70
12/19/06	B GOLDSTEIN	REVIEW AND ANALYSIS OF REPORTS REGARDING PROPOSED EQUITY PURCHASE AND COMMITMENT AGREEMENT WITH APPALOOSA AND OTHER PROPOSED PLAN INVESTORS	.70
12/20/06	J KASTIN	REVIEW IUE-CWA'S PRELIMINARY OBJECTION TO DEBTORS' MOTION FOR APPROVAL OF FRAMEWORK AGREEMENT	.30
12/20/06	JI KOHN	REVIEW IUE OBJECTION; INTERNAL CONFERENCE WITH J. KASTIN	.20
12/20/06	TA JERMAN	REVIEW/ANALYZE OBJECTIONS TO FRAMEWORK MOTION	2.20
12/20/06	TA JERMAN	REVIEW/ANALYZE REPORTS ON HEADCOUNT, NEGOTIATIONS	.30
12/21/06	JI KOHN	COMMUNICATIONS REGARDING STATUS; REVIEW DOCUMENTS; REVIEW RECENT SECTION 1113 DECISION	1.00
12/22/06	JI KOHN	REVIEW DOCUMENTS	.30

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

JANUARY 25, 2007
Invoice 676640
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
12/27/06	JI KOHN	REVIEW DOCUMENTS	.10
12/28/06	R JANGER	HANDLE LCC SUBMISSION ISSUES	.50
12/28/06	S HAUF	FEE SUBMISSION TO LCC	.20
12/29/06	JI KOHN	REVIEW DOCUMENTS	.10
12/29/06	S HAUF	REVIEW AND ANALYZE LCC SUBMISSION AND FEE APPLICATION DOCUMENTS REGARDING SCHEDULING	1.60
* * Subtotal: ATTORNEY HOURS			24.85
TOTAL CHARGEABLE HOURS			24.85
FEES			\$16,110.25 *

SUPPORT SERVICES AND CHARGES

COPYING	177.40
DELIVERY SERVICES/MESSENGERS	182.32
LOCAL TRAVEL	45.90
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	2.00
COURT FEES / FILING FEES	50.00
EXPERTS	115,737.88
OTHER	1.75
SCANNING SERVICES	3.50

TOTAL SUPPORT SERVICES AND CHARGES	\$116,200.75 *
TOTAL CURRENT INVOICE	\$132,311.00 *

Outstanding Invoices as of February 14, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

JANUARY 25, 2007
Invoice 676640
Page No. 4

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Invoice   Date     Inv. Amount   Payments   Adj      Balance
-----
638272 12/20/05    540,113.64    515,180.63      .00    24,933.01
638343 12/19/05    245,585.48    234,053.58      .00    11,531.90
641868 01/23/06    262,916.97    250,781.35      .00    12,135.62
643162 02/24/06    364,408.39    346,866.36      .00    17,542.03
644950 03/20/06    751,524.85    723,582.23      .00    27,942.62
650879 04/28/06    825,695.35    793,367.39      .00    32,327.96
652051 05/24/06  1,063,892.71  1,022,486.76      .00    41,405.95
654466 06/26/06  1,362,671.17  1,308,416.20      .00    54,254.97
659929 07/28/06    368,128.04    347,171.82      .00    20,956.22
660892 08/25/06    429,566.85    406,186.03      .00    23,380.82
663855 09/25/06    541,728.60    500,916.75      .00    40,811.85
667074 10/25/06    173,224.81    162,309.28      .00    10,915.53
671676 11/27/06    120,469.89    115,758.79      .00     4,711.10
675813 12/28/06    105,384.56     85,778.06      .00    19,606.50
676640 01/25/07    132,311.00      .00      .00    132,311.00
```

TOTAL PRIOR DUE ----- \$561,771.42 *

TOTAL AMOUNT DUE ----- \$694,082.42 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

JANUARY 25, 2007
Invoice 676640
Page No. 5

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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S
PROFESSIONAL STAFF:

	<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
<u>Group: Attorney</u>			
BARRY H GOLDSTEIN	.70	660.00	\$462.00
STACY HAUF	4.30	280.00	\$1,204.00
RACHEL S JANGER	.50	495.00	\$247.50
TOM A. JERMAN	13.95	725.00	\$10,113.75
JESSICA KASTIN	.70	495.00	\$346.50
JEFFREY I. KOHN	4.70	795.00	\$3,736.50
	-----	-----	-----
* * Subtotal:	24.85		\$16,110.25
* * GRAND TOTAL:	24.85		\$16,110.25

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

01/25/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
12/01/06	39	Pages: 39	3.90
12/04/06	58	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 58	5.80
12/05/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
12/05/06	11	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 11	1.10
12/05/06	22	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 22	2.20
12/06/06	47	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 47	4.70
12/06/06	4	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 4	0.40
12/11/06	9	COPYING (COPITRAK-INTERNAL) KELLAR OXAF Pages: 9	0.90
12/12/06	405	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 405	40.50
12/13/06	63	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 63	6.30
12/13/06	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
12/14/06	3	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 3	0.30
12/21/06	29	Pages: 29	2.90
12/28/06	13	Pages: 13	1.30
12/29/06	700	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 700	70.00
12/29/06	369	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 369	36.90
* * SUBTOTAL: COPYING			177.40
DELIVERY SERVICES/MESSENGERS			
12/13/06	1	DELIVERY SERVICES/MESSENGERS 1610045 SEE LIST SEE LIST SEE LIST	157.36
12/18/06	1	DELIVERY SERVICES/MESSENGERS 1610941 JOHN WILLIAM BUTLER SKADDEN ARPS SLATE MEAGHER	24.96
* * SUBTOTAL: DELIVERY SERVICES/MESSENGERS			182.32
LOCAL TRAVEL			
12/13/06	1	LOCAL TRAVEL (TAXI)	45.90
* * SUBTOTAL: LOCAL TRAVEL			45.90
EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			
01/11/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JEFFREY I. KOHN 12/13/06 SUBWAY FARE FROM COURT HRNG TO OMM	2.00
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			2.00

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

01/25/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COURT FEES / FILING FEES			
01/12/07	1	COURT FEES/FILING FEES (ACCOUNTS PAYABLE) - - VENDOR: CKM LEGAL RESEARCH INC. K WHITMAN-9/15,RSRCH & RTRVL FOR OPINION BLOCKING FLIGHT ATTENDANTS ATTEMPTS TO STRIKE,COPIES,USDC OF NY,DISB,9/22	50.00
* * SUBTOTAL: COURT FEES / FILING FEES			50.00
EXPERTS			
12/31/06	1	EXPERTS (HOLD) - - VENDOR: PAYCRAFT CONSULTING, LLC T JERMAN-SVCS RE US LABOR MODELING SUPPORT,GES BUDGETING,TRAVEL EXPENSES,11/30/06	115,737.88
* * SUBTOTAL: EXPERTS			115,737.88
OTHER			
12/06/06	1	OTHER (INTERNAL BINDERY)	1.75
* * SUBTOTAL: OTHER			1.75
SCANNING SERVICES			
12/04/06	2	SCANNING SERVICES (ACCURROUTE) Scott, Sabrina Pages: 2	0.20
12/29/06	23	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 23	2.30
12/30/06	10	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 10	1.00
* * SUBTOTAL: SCANNING SERVICES			3.50
TOTAL			116,200.75

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

FEBRUARY 28, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 682009
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 14,236.00
TOTAL SUPPORT SERVICES AND CHARGES	\$ 69,203.70
TOTAL AMOUNT OF THIS INVOICE	\$ 83,439.70
LESS 20% HOLDBACK FEE	\$ (2,847.20)
BALANCE DUE	\$ 80,592.50

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

*Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice*

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

February 28, 2007

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 682009
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH JANUARY 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
01/02/07	JI KOHN	REVIEW IBEW BRIEF	.20
01/02/07	TA JERMAN	REVIEW IAM OBJECTIONS	.50
01/04/07	JI KOHN	REVIEW TRUSTEE'S OBJECTION	.10
01/04/07	B GOLDSTEIN	REVIEW TRUSTEE'S OBJECTION TO PROPOSED CERBERUS EMERGENCE AGREEMENT AND RELATED PRESS REPORT	.80
01/05/07	JI KOHN	REVIEW TRUSTEE'S OBJECTION	.10
01/08/07	JI KOHN	REVIEW DOCUMENTS REGARDING 1113	.20
01/09/07	JI KOHN	REVIEW IUE OBJECTION	.10
01/09/07	J KASTIN	REVIEW AND DISTRIBUTE IUE-CWA OBJECTION TO MOTION FOR APPROVAL OF PLAN INVESTOR	.40
01/10/07	JI KOHN	PREPARE FOR HEARING	.10
01/11/07	JI KOHN	ATTEND HEARING	4.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

FEBRUARY 28, 2007
Invoice 682009
Page No. 2

DATE	NAME	DESCRIPTION	HOURS
01/11/07	B GOLDSTEIN	REVIEW REPORTS REGARDING MOTION SEEKING APPROVAL OF CERBERUS PLAN INVESTOR PROPOSAL	.70
01/12/07	JI KOHN	REVIEW COURT ORDER	.40
01/12/07	B GOLDSTEIN	REVIEW AND ANALYZE JUDGE'S ORDER AUTHORIZING AND APPROVING THE CERBERUS EQUITY PURCHASE AND COMMITMENT AGREEMENT	.50
01/15/07	JI KOHN	REVIEW DOCUMENTS RELATING TO 1113	.30
01/16/07	TA JERMAN	REVIEW / ANALYZE RESPONSES TO UNION INFORMATION REQUESTS	.80
01/22/07	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING: SPLINTER UNIONS	1.40
01/22/07	TA JERMAN	DRAFT / REVISE MEMO TO B. SAX REGARDING SPLINTER UNIONS, 1113 ISSUES	.90
01/24/07	TA JERMAN	REVIEW / ANALYZE BACKGROUND MATERIALS REGARDING CLAIMS	1.50
01/29/07	TA JERMAN	TELEPHONE CONFERENCE WITH DELPHI, SKADDEN REGARDING CLAIMS	1.20
01/29/07	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE REGARDING NEGOTIATION STATUS	.80
01/30/07	R JANGER	COMMUNICATIONS WITH T. JERMAN AND S. HAUF REGARDING BANKRUPTCY CLAIMS	.10
01/30/07	TA JERMAN	REVIEW / ANALYZE COURT ORDER REGARDING 1113, GM MOTIONS	.40
01/31/07	J KASTIN	REVIEW AND DISTRIBUTE ORDERS SUSPENDING 1113/1114 AND GM LOSS CONTRACT PROCEEDINGS	.20
01/31/07	JI KOHN	REVIEW MOTIONS; COMMUNICATIONS WITH T. JERMAN	.30
* * Subtotal:			16.50
7 : FEE/EMPLOYMENT APPLICATIONS			
01/02/07	R JANGER	COMMUNICATIONS WITH DELPHI AND ACCOUNTING REGARDING BILLING ESTIMATES	.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

FEBRUARY 28, 2007
Invoice 682009
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
01/02/07	S HAUF	REVIEW AND ANALYZE FEE APPLICATION AND LCC MATERIALS; REVIEW AND ANALYZE SCHEDULING INFORMATION FOR FUTURE SUBMISSIONS	1.30
01/02/07	TA JERMAN	CORRESPOND WITH S. HAUF REGARDING FEE ISSUES	.20
01/24/07	TA JERMAN	CORRESPOND WITH D. SHERBIN REGARDING FEE COMMITTEE	.20
* * Subtotal:			1.90
TOTAL CHARGEABLE HOURS			18.40
FEES			\$14,236.00 *

SUPPORT SERVICES AND CHARGES

COPYING	285.20	
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	17.00	
EXPERTS	68,898.25	
OTHER	1.25	
SCANNING SERVICES	2.00	

TOTAL SUPPORT SERVICES AND CHARGES -----		\$69,203.70 *
TOTAL CURRENT INVOICE-----		\$83,439.70 *

Outstanding Invoices as of February 28, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
638272	12/20/05	540,113.64	515,180.63	.00	24,933.01
638343	12/19/05	245,585.48	234,053.58	.00	11,531.90
641868	01/23/06	262,916.97	250,781.35	.00	12,135.62
643162	02/24/06	364,408.39	346,866.36	.00	17,542.03

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

FEBRUARY 28, 2007
Invoice 682009
Page No. 4

Invoice	Date	Inv. Amount	Payments	Adj	Balance
644950	03/20/06	751,524.85	723,582.23	.00	27,942.62
650879	04/28/06	825,695.35	793,367.39	.00	32,327.96
652051	05/24/06	1,063,892.71	1,022,486.76	.00	41,405.95
654466	06/26/06	1,362,671.17	1,308,416.20	.00	54,254.97
659929	07/28/06	368,128.04	347,171.82	.00	20,956.22
660892	08/25/06	429,566.85	406,186.03	.00	23,380.82
663855	09/25/06	541,728.60	500,916.75	.00	40,811.85
667074	10/25/06	173,224.81	162,309.28	.00	10,915.53
671676	11/27/06	120,469.89	115,758.79	.00	4,711.10
675813	12/28/06	105,384.56	85,778.06	.00	19,606.50
676640	01/25/07	132,311.00	.00	.00	132,311.00

TOTAL PRIOR DUE ----- \$561,771.42 *

TOTAL AMOUNT DUE ----- \$645,211.12 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

FEBRUARY 28, 2007
Invoice 682009
Page No. 5

SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S
PROFESSIONAL STAFF:

		<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
10 : LITIGATION MATTERS (1113/1114)				
BARRY H GOLDSTEIN	PARTNER	2.00	740.00	\$1,480.00
RACHEL S JANGER	ASSOCIATE	.10	550.00	\$55.00
TOM A. JERMAN	PARTNER	7.50	795.00	\$5,962.50
JESSICA KASTIN	ASSOCIATE	.60	550.00	\$330.00
JEFFREY I. KOHN	PARTNER	6.30	875.00	\$5,512.50
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* * Subtotal:		16.50		\$13,340.00
7 : FEE/EMPLOYMENT APPLICATIONS				
STACY HAUF	ASSOCIATE	1.30	360.00	\$468.00
RACHEL S JANGER	ASSOCIATE	.20	550.00	\$110.00
TOM A. JERMAN	PARTNER	.40	795.00	\$318.00
		-----		-----
* * Subtotal:		1.90		\$896.00
* * GRAND TOTAL:		18.40		\$14,236.00

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

02/28/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
01/02/07	41	Pages: 41	4.10
01/05/07	535	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 535	53.50
01/05/07	824	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 824	82.40
01/10/07	373	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 373	37.30
01/12/07	152	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 152	15.20
01/12/07	80	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 80	8.00
01/12/07	31	COPYING (COPITRAK-INTERNAL) CESENA ANABEL Pages: 31	3.10
01/16/07	21	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 21	2.10
01/16/07	170	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 170	17.00
01/16/07	46	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 46	4.60
01/21/07	17	Pages: 17	1.70
01/21/07	10	COPYING (COPITRAK-INTERNAL) DURHAM GINA Pages: 3	1.00
01/22/07	332	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 332	33.20
01/24/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
01/26/07	219	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 219	21.90
* * SUBTOTAL: COPYING			285.20
EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL			
01/25/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JEFFREY I. KOHN 1/11 TAXI TRANSPORTATION TO COURT	15.00
01/25/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: JEFFREY I. KOHN 1/11 SUBWAY TRANSPORTATION FROM COURT	2.00
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			17.00
EXPERTS			
02/16/07	1	EXPERTS (HOLD) - - VENDOR: PAYCRAFT CONSULTING, LLC. T JERMAN-PROF SVCS REND RE US LABOR MODELING SUPPORT,12/31/06	68,898.25
* * SUBTOTAL: EXPERTS			68,898.25
OTHER			
01/05/07	1	OTHER (INTERNAL BINDERY)	1.25
* * SUBTOTAL: OTHER			1.25

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

02/28/07

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DATE	QUANTITY	DESCRIPTION	AMOUNT
SCANNING SERVICES			
01/09/07	20	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 20	2.00
* * SUBTOTAL: SCANNING SERVICES			2.00
TOTAL			69,203.70